

RECORDATION NO. 28785 FILED

JAN 22 '10

9-00 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
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URBAN A. LESTER

January 22, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Contract 3-8437 Rider 6

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 21, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor: American Railcar Leasing LLC
620 North Second Street
St. Charles, Missouri 63301

[Lessee: Aventine Renewable Energy, Inc.
120 North Parkway
PO Box 1800
Pekin, IL 61555-1800]

Section Chief
January 22, 2010
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A description of the railroad equipment covered by the enclosed document is:

103 railcars within the series ACFX 200345 - ACFX 200437 and SHPX 202493 - SHPX 208695 as more particularly set forth in the attachment to the document.

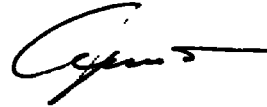
A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

JAN 22 '10

9-00 AM

MEMORANDUM OF LEASE

SURFACE TRANSPORTATION BOARD

This Memorandum of Lease is prepared and filed by American Railcar Leasing LLC, a Delaware limited liability company, on behalf of (i) itself as lessor and/or as assignee of ACF Industries, Incorporated, ACF Industries LLC, American Railcar Industries, Inc., and/or ACF Acceptance LLC as the sole member of various ACF Acceptance entities, and/or (ii) as manager for one or more of the following affiliated lessors: ARI First LLC, ARI Second LLC, ARI Third LLC, ARL II Funding LLC and Shippers Third LLC, all with respect to Aventine Renewable Energy, Inc., a Delaware Corporation ("Lessee").

American Railcar Leasing LLC (as assignor or lessor, herein, "Lessor") and Lessee have entered into that certain Master Service Contract, dated 5/12/09, as identified on Schedule A (as amended, changed, assigned, modified and supplemented from time to time, together with any schedules and exhibits thereto, the "Lease"), pursuant to which Lessee leased the railcars listed on Schedule A attached hereto from Lessor on the terms and conditions set forth therein, and from time to time may lease other railcars bearing the reporting marks SHPX and/or ACFX.

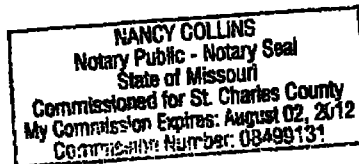
This Memorandum of Lease is prepared for registration purposes and is not intended to amend the terms and conditions of the Lease.

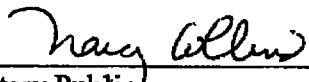
AMERICAN RAILCAR LEASING LLC

By: 
Name: Brian Evdo
Title: VP – Business Development

STATE OF MISSOURI)
) ss.:
COUNTY OF ST. CHARLES)

On this 21st day of Dec., 2009, before me, personally appeared Brian Evdo, to me personally known, who being by me duly sworn, says that he resides at St. Charles, Missouri and is the VP – Business Development of American Railcar Leasing LLC, that said instrument was signed on the date hereof on behalf of said company by authority of its governing body; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.




Notary Public
My commission expires on 8/2/2012

Schedule A

Equipment

Aventine Renewable Energy, Inc.

Contract 3-8437 rider 6

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	ACFX	200345
	Tank	ACFX	200347
	Tank	ACFX	200349
	Tank	ACFX	200354
	Tank	ACFX	200356
	Tank	ACFX	200358
	Tank	ACFX	200362
	Tank	ACFX	200366
	Tank	ACFX	200376
	Tank	ACFX	200379
	Tank	ACFX	200382
	Tank	ACFX	200383
	Tank	ACFX	200384
	Tank	ACFX	200385
	Tank	ACFX	200389
	Tank	ACFX	200393
	Tank	ACFX	200398
	Tank	ACFX	200402
	Tank	ACFX	200403
	Tank	ACFX	200413
	Tank	ACFX	200422
	Tank	ACFX	200424
	Tank	ACFX	200425
	Tank	ACFX	200426
	Tank	ACFX	200428
	Tank	ACFX	200431
	Tank	ACFX	200437
	Tank	SHPX	202493
	Tank	SHPX	202496
	Tank	SHPX	206742
	Tank	SHPX	206743
	Tank	SHPX	206744
	Tank	SHPX	206745
	Tank	SHPX	206747

Schedule A

Equipment

Aventine Renewable Energy, Inc.

Contract 3-8437 rider 6

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	SHPX	206750
	Tank	SHPX	206752
	Tank	SHPX	206756
	Tank	SHPX	206759
	Tank	SHPX	206760
	Tank	SHPX	206761
	Tank	SHPX	206762
	Tank	SHPX	206971
	Tank	SHPX	206972
	Tank	SHPX	206978
	Tank	SHPX	206981
	Tank	SHPX	206982
	Tank	SHPX	206983
	Tank	SHPX	206991
	Tank	SHPX	206992
	Tank	SHPX	206993
	Tank	SHPX	206994
	Tank	SHPX	208399
	Tank	SHPX	208403
	Tank	SHPX	208406
	Tank	SHPX	208417
	Tank	SHPX	208430
	Tank	SHPX	208487
	Tank	SHPX	208489
	Tank	SHPX	208493
	Tank	SHPX	208503
	Tank	SHPX	208518
	Tank	SHPX	208525
	Tank	SHPX	208526
	Tank	SHPX	208527
	Tank	SHPX	208529
	Tank	SHPX	208530
	Tank	SHPX	208538
	Tank	SHPX	208539

Schedule A

Equipment

Aventine Renewable Energy, Inc.

Contract 3-8437 rider 6

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Tank	SHPX	208540
	Tank	SHPX	208543
	Tank	SHPX	208545
	Tank	SHPX	208551
	Tank	SHPX	208552
	Tank	SHPX	208553
	Tank	SHPX	208557
	Tank	SHPX	208558
	Tank	SHPX	208560
	Tank	SHPX	208568
	Tank	SHPX	208569
	Tank	SHPX	208570
	Tank	SHPX	208572
	Tank	SHPX	208575
	Tank	SHPX	208576
	Tank	SHPX	208578
	Tank	SHPX	208579
	Tank	SHPX	208581
	Tank	SHPX	208582
	Tank	SHPX	208589
	Tank	SHPX	208590
	Tank	SHPX	208597
	Tank	SHPX	208598
	Tank	SHPX	208602
	Tank	SHPX	208621
	Tank	SHPX	208649
	Tank	SHPX	208650
	Tank	SHPX	208668
	Tank	SHPX	208674
	Tank	SHPX	208680
	Tank	SHPX	208690
	Tank	SHPX	208692
	Tank	SHPX	208693
	Tank	SHPX	208694

Schedule A

Equipment

Aventine Renewable Energy, Inc.

Contract 3-8437 rider 6

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
103	Tank	SHPX	208695

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 1/22/2010



Robert W. Alvord